

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Intellectual Property Security Agreement to that certain Credit and Guaranty Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
HM CAPITAL PDC 2, INC.		07/20/2007	CORPORATION:
HM CAPITAL PDC, LLC		07/20/2007	LIMITED LIABILITY COMPANY:
PHONE DIRECTORIES COMPANY, LP by HM CAPITAL PDC GP, LLC as its general partner		07/20/2007	limited partnership and limited liability company:

RECEIVING PARTY DATA

Name:	GOLDMAN SACHS SPECIALTY LENDING GROUP, L.P.
Street Address:	600 E. Las Colinas Blvd.
Internal Address:	Suite 400
City:	Irving
State/Country:	TEXAS
Postal Code:	75039
Entity Type:	LIMITED PARTNERSHIP:

PROPERTY NUMBERS Total: 96

Property Type	Number	Word Mark
Serial Number:	76639469	AUDIO INFORMATION LINE
Serial Number:	76639467	AUDIO INFORMATION LINE
Serial Number:	76626024	BASIN
Serial Number:	76626023	BASIN
Serial Number:	78698804	BEAR RIVER VALLEY
Serial Number:	78699092	BEAR RIVER VALLEY
Registration Number:	3081376	BOX ELDER
Registration Number:	3099784	BOX ELDER

OP \$2415.00 76639469

Registration Number:	3150196	BRAINERD LAKES
Serial Number:	78708003	BURLEY-RUPERT-MAGIC VALLEY
Serial Number:	78708019	BURLEY-RUPERT-MAGIC VALLEY
Registration Number:	3257262	CACHE DIRECTORY
Registration Number:	3257261	CACHE DIRECTORY
Registration Number:	3250682	CAMPBELL, CROOK & WESTON COUNTIES
Serial Number:	78729147	CAMPBELL,CROOK & WESTON COUNTIES
Registration Number:	3249056	CONVERSE COUNTY
Serial Number:	78749297	CONVERSE COUNTY PHONE DIRECTORY
Serial Number:	76626020	CASTLE COUNTRY CANYONLANDS
Registration Number:	3115758	CASTLE COUNTRY CANYONLANDS
Serial Number:	78727766	COWBOY COUNTRY
Serial Number:	78727800	COWBOY COUNTRY
Registration Number:	3239096	THE DIFFERENCE
Serial Number:	76626022	THE DIXIE BOOK
Serial Number:	76626021	THE DIXIE BOOK
Registration Number:	3167149	FINALLY YOU CAN JUDGE A BOOK BY ITS COVER!
Serial Number:	78749349	FREMONT COUNTY PHONE DIRECTORY
Registration Number:	3249057	FREMONT COUNTY
Registration Number:	3092026	THE GOOD BOOK
Registration Number:	3239064	GOSHEN, NIOBRARA & PLATTE
Registration Number:	3236236	GOSHEN, NIOBRARA & PLATTE PHONE DIRECTORY
Registration Number:	3128510	GREAT PEOPLE, GREAT BOOKS, GREAT RESULTS!
Registration Number:	3245792	GREAT PEOPLE, GREAT BOOKS, GREAT RESULTS!
Serial Number:	76626015	IRON COUNTY
Serial Number:	76626016	IRON COUNTY
Registration Number:	3239065	JACKSON HOLE PHONE DIRECTORY
Registration Number:	3239062	JACKSON HOLE PHONE DIRECTORY
Serial Number:	78689367	KANE COUNTY
Serial Number:	78689352	KANE COUNTY
Registration Number:	3224071	LAKEVIEW
Registration Number:	3236001	LAKEVIEW
Registration Number:	3259622	MADISON COUNTY & THE UPPER VALLEY
Registration Number:	3259623	MADISON COUNTY & THE UPPER VALLEY
Serial Number:	78683051	MT OGDEN

Serial Number:	78683025	MT OGDEN
Serial Number:	78689029	MT. NEBO
Serial Number:	78689023	MT. NEBO
Registration Number:	3239097	MYPHONEDIRECTORY.COM
Serial Number:	78652554	NEW PIONEERS
Registration Number:	3210390	PAGE LAKE POWELL
Serial Number:	78688979	PAGE LAKE POWELL
Serial Number:	76627526	PDC
Serial Number:	76627525	PDC
Serial Number:	77119895	PDC PHONE DIRECTORIES COMPANY FOUNDED 1971
Serial Number:	77120056	PDC PHONE DIRECTORIES COMPANY FOUNDED 1971
Serial Number:	77119943	PDC PHONE DIRECTORIES COMPANY FOUNDED 1971
Serial Number:	77119999	PDC PHONE DIRECTORIES COMPANY FOUNDED 1971
Registration Number:	3111020	"P.D. THE PARROT"
Serial Number:	76639468	"P.D. THE PARROT"
Serial Number:	78708029	POCATELLO & BLACKFOOT
Serial Number:	78708042	POCATELLO & BLACKFOOT
Serial Number:	76639470	THE PHONE BOOK COMPANY
Serial Number:	76626008	PHONE DIRECTORIES COMPANY
Serial Number:	76626004	PHONE DIRECTORIES COMPANY
Registration Number:	3214490	PHONE DIRECTORIES COMPANY FOUNDED 1971
Registration Number:	3200086	PHONE DIRECTORIES COMPANY FOUNDED 1971
Serial Number:	78678278	PROVO-OREM
Serial Number:	78678236	PROVO-OREM
Serial Number:	77045351	PRIDE OF THE FLINT HILLS
Serial Number:	77045399	PRIDE OF THE FLINT HILLS
Registration Number:	3221048	QUITE SIMPLY...A BETTER PHONE BOOK
Serial Number:	78650033	RANGE AREA
Registration Number:	3164957	SALMON RIVER
Registration Number:	3164958	SALMON RIVER
Serial Number:	78682933	SALT LAKE VALLEY
Registration Number:	3263548	SALT LAKE VALLEY
Registration Number:	3095623	SERVING YOUR COMMUNITY SEASON AFTER SEASON!
Registration Number:	3179766	SERVING YOUR COMMUNITY SEASON AFTER SEASON!
Serial Number:	76626006	SEVIER COUNTY

Registration Number:	3097180	SEVIER COUNTY
Registration Number:	3249076	SHERIDAN & JOHNSON COUNTIES
Serial Number:	78758506	SHERIDAN & JOHNSON COUNTIES
Registration Number:	3249079	THE HEART OF WYOMING CASPER NATRONA COUNTY
Serial Number:	78758485	THE HEART OF WYOMING CASPER NATRONA COUNTY
Serial Number:	78698685	TETON, STAR & SWAN VALLEYS
Serial Number:	78698718	TETON, STAR & SWAN VALLEYS
Registration Number:	3246446	THE PLACE TO GO FOR YOUR BUSINESS TO GROW
Registration Number:	3081375	TOOELE & GRANTSVILLE
Registration Number:	3099783	TOOELE & GRANTSVILLE
Registration Number:	3214889	UTAH SKI
Serial Number:	78682963	UTAH SKI
Serial Number:	78927492	WE TALK BACK!
Serial Number:	78927536	WE TALK BACK!
Serial Number:	78729549	WYOMING'S BIG HORN BASIN
Serial Number:	78729541	WYOMING'S BIG HORN BASIN
Registration Number:	3250683	WYOMING'S BRIDGERLAND & THE HIGH PLAINS COUNTRY
Serial Number:	78729539	WYOMING'S BRIDGERLAND & THE HIGH PLAINS COUNTRY

CORRESPONDENCE DATA

Fax Number: (214)758-1550
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 2147581500
Email: estafford@pattonboggs.com
Correspondent Name: Brian D. Owens
Address Line 1: 2001 Ross Avenue; Suite 3000
Address Line 2: Patton Boggs LLP
Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER:	023714.0128
NAME OF SUBMITTER:	Brian D. Owens
Signature:	/Brian D. Owens/
Date:	07/26/2007

Total Attachments: 24
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INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement (this "**IP Security Agreement**") is made and effective as of July 20, 2007, by EACH OF THE UNDERSIGNED (each, a "**Grantor**") and collectively the "**Grantors**"), in favor of GOLDMAN SACHS SPECIALTY LENDING GROUP, L.P., as Agent (in such capacity, "**Agent**"). Capitalized terms used in this IP Security Agreement and not otherwise defined shall have the respective meanings ascribed to such terms in the Credit Agreement (defined below).

RECITALS

WHEREAS, pursuant to that certain Credit and Guaranty Agreement, dated as of the date hereof, by and among the Grantors, Agent and the lenders party thereto from time to time (as amended, amended and restated, supplemented or otherwise modified from time to time, the "**Credit Agreement**"), the Lenders have agreed, subject to the terms and conditions set forth therein, to lend certain amounts (the "**Loan**"); and

WHEREAS, it is a condition precedent to the obligation of Agent and the Lenders to execute and perform under the Credit Agreement that Grantors shall have executed and delivered this IP Security Agreement to Agent, for the ratable benefit of the Lenders;

NOW, THEREFORE, in consideration of the willingness of Agent and the Lenders to enter into the Credit Agreement and to agree, subject to the terms and conditions set forth therein, to make the Loans pursuant thereto, and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed as follows:

1. **Grant of Security Interest.** To secure prompt and complete payment of the Loans and the performance and observance of all of the Obligations under the Credit Documents, each Grantor hereby grants to Agent, for the ratable benefit of the Secured Parties, a continuing (subject to Section 3 below) security interest in all of the right, title and interest of such Grantor in and to any and all of the following collateral, whether now owned or hereafter acquired, but excluding any Company Intellectual Property (as defined in the Pledge and Security Agreement that is defined in the Credit Agreement) for which and for so long as the granting of a security interest therein shall constitute or result in (i) the abandonment, invalidation or unenforceability of any right, title or interest of any Grantor in any such Company Intellectual Property or (ii) a breach or termination pursuant to the terms of, or a default under, any lease, license, permit, contract, property rights (including intellectual property rights) or agreement (other than to the extent that any such term would be rendered ineffective pursuant to Sections 9-406, 9-407, 9-408 or 9-409 of the UCC (or any successor provision or provisions) of any relevant jurisdiction or any other applicable law (including the Bankruptcy Code) or principles of equity); provided, however, that such security interest shall attach immediately at such time as the condition causing such abandonment, invalidation or unenforceability shall be remedied and to the extent severable, shall attach immediately to any portion of such lease, license, permit, contract, property rights or agreement that does not result in any of the consequences specified in (i) or (ii) above (the "**IP Collateral**");

(a) The U.S. copyrights, associated copyright registrations and applications for copyright registration owned by a Grantor, set forth on Schedule A attached hereto (collectively, the “**Copyrights**”);

(b) The U.S. patents and patent applications owned by a Grantor set forth on Schedule B attached hereto, including, without limitation, divisions, continuations, reissues, extensions and continuations-in-part of the same (collectively, the “**Patents**”);

(c) The U.S. and state trademark and service mark registrations, trademark and service mark applications owned by a Grantor set forth on Schedule C attached hereto and all goodwill associated with the foregoing (collectively, the “**Trademarks**”);

(d) The domain names and domain name registrations owned by a Grantor set forth on Schedule D attached hereto and all goodwill associated with the foregoing (collectively, the “**Domain Names**”);

(e) Any and all claims and causes of action for past, present or future infringement of any Copyrights, Patents, Trademarks or Domain Names, with the right, but not the obligation, to sue for and collect damages for infringement of any Copyrights, Patents, Trademarks or Domain Names;

(f) Any and all licenses or rights granted under any written agreement under any Copyrights, Patents, Trademarks or Domain Names, and all license fees and royalties arising from such licenses or rights, in each case only if and to the extent permitted by such licenses or rights;

(g) Any and all amendments, renewals, extensions and reissuances of any of the foregoing in subclauses (a), (b), (c), (d) or (f); and

(h) Any and all proceeds of any of the foregoing.

2. Requested Recordation. Each Grantor authorizes and requests that the Register of Copyrights and the Commissioner of Patents and Trademarks (and any state, foreign or other Governmental Authority (as defined in the Credit Agreement) to which this IP Security Agreement is submitted) file and record this IP Security Agreement (and any corresponding or applicable separate forms of such jurisdiction) in order to publicly reflect the security interests of Agent and the Lenders in the IP Collateral granted herein.

3. Release. Unless otherwise agreed in writing by the parties, the security interests granted herein will automatically terminate (and all rights to the IP Collateral will automatically revert to each of the applicable Grantors) upon satisfaction of the following conditions: (a) payment and performance in full of all the Obligations Under the Credit Documents and (b) the termination of the Credit Agreement (except for any obligations designated thereunder as continuing on an unsecured basis). Upon any such termination, Agent (at the Grantors’ sole expense) will promptly execute and deliver to the Grantors (with such customary representations and warranties from a secured lender releasing its lien as Grantor may reasonably request) such documents as the Grantors may reasonably request and as are provided to Agent to evidence such termination and release of the security interests granted herein.

4. Miscellaneous.

(a) This IP Security Agreement has been entered into in conjunction with the provisions of and the security interest granted to Agent, for the ratable benefit of the Lenders, under the Pledge and Security Agreement. The rights and remedies of the Grantors and Agent with respect to the security interests granted herein are in addition and without prejudice to those set forth in the Pledge and Security Agreement, all terms and provisions of which are hereby incorporated herein by reference. If any provisions of this IP Security Agreement are deemed to conflict with the Pledge and Security Agreement, the provisions of the Pledge and Security Agreement shall govern.

(b) This IP Security Agreement may be executed in any number of counterparts with the same effect as if all the signatures on such counterparts appeared on one document. Each such counterpart will be deemed to be an original, but all counterparts together will constitute one and the same instrument.

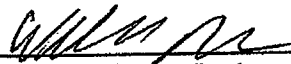
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IN WITNESS WHEREOF, the parties hereto have executed this IP Security Agreement as of the date first written above.


GRANTORS:

PHONE DIRECTORIES COMPANY, LP

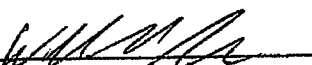
By: **HM CAPITAL PDC GP, LLC,**
as its general partner

By: 
Name: William P. Jaudes
Title: Vice President

HM CAPITAL PDC 2, INC.

By: 
Name: William P. Jaudes
Title: Vice President

HM CAPITAL PDC, LLC

By: 
Name: William P. Jaudes
Title: Vice President

[SIGNATURE PAGE TO IP SECURITY AGREEMENT]

SCHEDULE A

COPYRIGHT COLLATERAL

Registered Copyrights:

Sedona Verde Valley, [Ariz.,...et al.] phone directory, 1986/87.

Class: TX (Textual Works)

LC Retrieval Code: B (Monographic works of a non-dramatic literacy nature)

Status: Registered

Registration Number: TX2130401

Registration Date: August 12, 1987 (19870812)

Owner: Bingham, Marc C., 1940-d.b.a. Phone Directories Company

Pending Copyright Applications:

None.

SCHEDULE B

PATENT COLLATERAL

Registered Patents:

None.

Pending Patent Applications:

None.

SCHEDULE C

TRADEMARK COLLATERAL

Registered Trademarks:

See attached list.

FEDERAL TRADEMARK APPLICATION AND REGISTRATION STATUS REPORT
Phone Directories Company
 Hill, Johnson & Schmutz
 June 26, 2007

TRADEMARK NAME	CLASS NO.	SERIAL and/or REGISTRATION NUMBER	FILING and/or REGISTRATION DATE	STATUS
AUDIO INFORMATION LINE	16	76/639,469	25-May-05	Response to Office Action due 23oct07
AUDIO INFORMATION LINE	35	76/639,467	25-May-05	Response to Office Action due 23sept07
BASIN	16	76/626,024	27-Dec-04	Response to Office Action due 27aug07
BASIN	35	76/626,023	27-Dec-04	Response to Office Action due 27aug07
BEAR RIVER VALLEY	16	78/698,804	23-Aug-05	Detailed Dec mailed May 25, 2007- pending response from PTO
BEAR RIVER VALLEY	35	78/699,092	24-Aug-05	Detailed Dec mailed May 25, 2007 Pending response from PTO
BOX ELDER	16	76/626,012 3,081,376	27-Dec-04 18-April -06	Registered Principal Register Declaration April 18, 2011 Renewal April 18, 2016
BOX ELDER	35	76/626,014 3,099,784	27-Dec-04 06-June-06	Registered Principal Register Declaration June 6, 2011 Renewal June 6, 2016
BRAINERD LAKES	16	78/650,003 3,150,196	14-June-05 26-Sept-06	Registered Supplemental Register Declaration September 26, 2011 Renewal September 26, 2016
BURLEY-RUPERT-MAGIC VALLEY	16	78/708,003	07-Sept-05	Abandoned
BURLEY-RUPERT-MAGIC VALLEY	35	78/708,019	07-Sept-05	Abandoned

CACHE DIRECTORY	16	78/688,963 3,257,262	09-Aug-05 June 26, 2007	Final Review complete, will register on Supplemental Register in due course
CACHE DIRECTORY	35	78/688,942 3,257,261	09-Aug-05 June 26, 2007	Final Review complete, will register on Supplemental Register in due course
CAMPBELL CROOK & WESTON COUNTIES	16	78/729,524 3,250,682	09-Oct-05 June 12, 2007	Registered Principal Register Declaration June 12, 2013 Renewal June 12, 2017
CAMPBELL CROOK & WESTON COUNTIES	35	78/729,147	07-Oct-05	Response to Office Action due July 3, 2007
CONVERSE COUNTY	16	78/749,278 3,249,056	08-Nov-05 June 5, 2007	Registered Principal Register Declaration June 5, 2013 Renewal June 5, 2017
CONVERSE COUNTY PHONE DIRECTORY	35	78/749,297	08-Nov-05	Response to Office Action due July 3, 2007
CASTLE COUNTRY CANYONLANDS	16	76/626,020	27-Dec-04	Response to Office Action due August 27, 2007
CASTLE COUNTRY CANYONLANDS	35	76/626,019 3,115,758	27-Dec-04 July 18, 2006	Registered Principal Register Declaration July 18, 2011 Renewal July 18, 2016
COWBOY COUNTRY	16	78/727,766	06-Oct-05	Published May 15, 2007, pending
COWBOY COUNTRY	35	78/727,800	06-Oct-05	in final review by examiners on May 15, 2007 preparatory to publication
THE DIFFERENCE	35	78/758,524 3,239,096	21-Nov-05 May 8, 2007	Registered Principal Register Declaration May 8, 2013 Renewal May 8, 2017
THE DIXIE BOOK	16	76/626,022	27-Dec-04	Response to Office Action due August 27, 2007
THE DIXIE BOOK	35	76/626,021	27-Dec-04	Response to Office Action due August 27, 2007
FINALLY YOU CAN JUDGE A BOOK BY ITS COVER!	35	76/626,005 3,167,149	27-Dec-04 07-Nov-06	Registered Principal Register Declaration Nov. 7, 2011 Renewal Nov. 7, 2016

FREMONT COUNTY PHONE DIRECTORY	35	78/749,349	08-Nov-05	Response to Office Action due July 3, 2007
FREMONT COUNTY	16	78/749,367 3,249,057	08-Nov-05 June 5, 2007	Registered Principal Register Declaration June 5, 2013 Renewal June 5, 2017
THE GOOD BOOK	35	76/626,010 3,092,026	27-Dec-04 16-May-06	Registered Principal Register Declaration May 16, 2011 Renewal May 16, 2016
GOSHEN, NIOBRARA & PLATTE	16	78/749,391 3,239,064	08-Nov-05 May 8, 2007	Registered Principal Register Declaration May 8, 2013 Renewal May 8, 2017
GOSHEN, NIOBRARA & PLATTE PHONE DIRECTORY	35	78/749,334 3,236,236	08-Nov-05 May 1, 2007	Registered Principal Register Declaration May 1, 2013 Renewal May 1, 2017
GREAT PEOPLE, GREAT BOOKS, GREAT RESULTS!	16	76/639,464 3,128,510	25-May-05 15-Aug-06	Registered Principal Register Declaration Aug 15, 2011 Renewal August 15, 2016
GREAT PEOPLE, GREAT BOOKS, GREAT RESULTS!	35	76/639,465 3,245,792	25-May-05 May 29, 2007	Registered Principal Register Declaration May 29, 2013 Renewal May 29, 2017
IRON COUNTY	16	76/626,015	27-Dec-04	Abandoned May 12, 2007
IRON COUNTY	35	76/626,016	27-Dec-04	Abandoned May 12, 2007
JACKSON HOLE PHONE DIRECTORY	16	78/49412 3,239,065	08-Nov-05 May 8, 2007	Registered Principal Register Declaration May 8, 2013 Renewal May 8, 2017
JACKSON HOLE PHONE DIRECTORY	35	78/749,316 3,239,062	08-Nov-05 May 8, 2007	Registered Principal Register Declaration May 8, 2013 Renewal May 8, 2017
KANE COUNTY	16	78/689,367	10-Aug-05	Abandoned May 24, 2007
KANE COUNTY	35	78/689,352	10-Aug-05	Abandoned May 24, 2007

LAKEVIEW	16	78/683,062 3,224,071	09-Aug-05 03-Apr-07	Registered Principal Register Declaration April 12, 2013 Renewal April 3, 2017
LAKEVIEW	35	78/683,055 3,236,001	09-Aug-05 May 1, 2007	Registered Principal Register Declaration - May 1, 2013 Renewal - May 1, 2017
MADISON COUNTY & THE UPPER VALLEY	16	78/698,738 3,259,622	23-Aug-05 03-Jul-07	Final review complete, will register on Supplemental Register in due course
MADISON COUNTY & THE UPPER VALLEY	35	78/698,775 3,259,623	23-Aug-05 03-Jul-07	Final review complete, will register on Supplemental Register in due course
MT OGDEN	16	78/683,051	01-Aug-05	Response to Office Action due November 23, 2007
MT OGDEN	35	78/683,025	01-Aug-05	Detailed Dec mailed April 16, 2007, pending
MT. NEBO	16	78/689,029	09-Aug-05	Detailed Dec mailed May 22, 2007, pending
MT. NEBO	35	78/689,023	09-Aug-05	Detailed Dec mailed May 22, 2007, pending
MYPHONEDIRECTORY.COM	35	78/758,595 3,239,097	21-Nov-05 May 8, 2007	Registered Principal Register Declaration - May 8, 2013 Renewal - May 8, 2017
NEW PIONEERS	16	78/652,554	16-Jun-05	Abandoned Jan 2, 2007
PAGE LAKE POWELL	16	78/689,009 3,210,390	09-Aug-05 20-Feb-07	Registered Principal Register Declaration February 20, 2013 Renewal February 20, 2017
PAGE LAKE POWELL	35	78/688,979	09-Aug-05	Response mailed April 24, 2007, pending
PDC	16	76/627,526	10-Jan-05	Response to Office Action due October 16, 2007
PDC	35	76/627,525	10-Jan-05	Allowed for Reg. on April 14, 2007, will register in due course

PDC PHONE DIRECTORIES COMPANY FOUNDED 1971 and vertical design	16	77/119,895	01-Mar-07	Newly filed application, not yet assigned to examiner
PDC PHONE DIRECTORIES COMPANY FOUNDED 1971 and horizontal design	16	77/120,056	01-Mar-07	Newly filed application, not yet assigned to examiner
PDC PHONE DIRECTORIES COMPANY FOUNDED 1971 and vertical design	35	77/119,943	01-Mar-07	Newly filed application, not yet assigned to examiner
PDC PHONE DIRECTORIES COMPANY FOUNDED 1971 and horizontal design	35	77/119,999	01-Mar-07	Newly filed application, not yet assigned to examiner
"P.D. THE PARROT" and design	16	76/639,466 3,111,020	25-May-05 04-July-06	Registered Principal Register Declaration July 4, 2011 Renewal July 4, 2016
"P.D. THE PARROT" and design	35	76/639,468	25-May-05	Statement of Use mailed June 25, 2007
POCATELLO & BLACKFOOT	16	78/708,029	07-Sept-05	Response mailed April 13, 2007, pending
POCATELLO & BLACKFOOT	35	78/708,042	07-Sept-05	Response mailed April 13, 2007, pending
THE PHONE BOOK COMPANY	35	76/639,470	25-May-05	Suspended Feb. 8, 2007 - Abandon at client request
PHONE DIRECTORIES COMPANY	16	76/626,008	27-Dec-04	Abandoned May 3, 2007
PHONE DIRECTORIES COMPANY	35	76/626,004	27-Dec-04	Abandoned May 3, 2007
PHONE DIRECTORIES COMPANY Founded 1971 - design	16	76/626,017 3,214,490	15-Jan-05 06-Mar-07	Registered Principal Register Declaration March 6, 2013 Renewal March 6, 2017
PHONE DIRECTORIES COMPANY Founded 1971 - design	35	76/626,018 3,200,086	15-Jan-05 23-Jan-07	Registered Principal Register Declaration January 23, 2013 Renewal January 23, 2017
PROVO-OREM	16	78/678,278	26-Jul-05	Abandon at client request - June 12, 2007 (Response to Final Office Action due Nov. 10, 2007)
PROVO-OREM	35	78/678,236	26-Jul-05	Detailed Dec mailed April 13, 2007, pending
PRIDE OF THE FLINT HILLS	16	77/045,351	16-Nov-06	Response to Office Action due September 23, 2007

PRIDE OF THE FLINT HILLS	35	77/045,399	16-Nov-06	Response to Office Action due September 23, 2007
QUITE SIMPLY... A BETTER PHONE BOOK	35	76/626,009 3,221,048	27-Dec-05 27-Mar-07	Registered Principal Register Declaration March 27, 2013 Renewal March 27, 2017
RANGE AREA	16	78/650,033	14-Jun-05	Response to Final Office Action due October 18, 2007
SALMON RIVER	16	78/699,118 3,164,957	24-Aug-05 31-Oct-06	Registered Principal Register Declaration October 31, 2011 Renewal October 31, 2016
SALMON RIVER	35	78/699,136 3,164,958	24-Aug-05 31-Oct-06	Registered Principal Register Declaration October 31, 2011 Renewal October 31, 2016
SALT LAKE VALLEY	16	78/682,933	01-Aug-05	Abandoned June 12, 2007
SALT LAKE VALLEY	35	78/682,901 3,263,548	01-Aug-05 10-Jul-07	Final review complete -- will register on Supplemental Register in due course
SERVING YOUR COMMUNITY SEASON! AFTER SEASON!	16	78/649,991 3,095,623	14-Jun-05 23-May-06	Registered Principal Register Declaration May 23, 2011 Renewal May 23, 2016
SERVING YOUR COMMUNITY SEASON! AFTER SEASON!	35	78/650,057 3,179,766	14-Jun-05 05-Dec-06	Registered Principal Register Declaration December 5, 2011 Renewal December 5, 2016
SEVIER COUNTY	16	76/626,006	27-Dec-04	Published April 17, 2007, pending
SEVIER COUNTY	35	76/626,007 3,097,180	27-Dec-04 30-May-06	Registered Principal Register Declaration May 30, 2011 Renewal May 30, 2016
SHERIDAN & JOHNSON COUNTIES	16	78/758,409 3,249,076	21-Nov-05 June 5, 2007	Registered Principal Register Declaration June 5, 2013 Renewal June 5, 2017
SHERIDAN & JOHNSON COUNTIES	35	78/758,506	21-Nov-05	Response to Office Action due July 3, 2007

THE HEART OF WYOMING CASPER NATRONA COUNTY	16	78/758,439 3,249,079	21-Nov-05 June 5, 2007	Registered Principal Register Declaration June 5, 2013 Renewal June 5, 2017
THE HEART OF WYOMING CASPER NATRONA COUNTY	35	78/758,485	21-Nov-05	Response to Office Action due July 3, 2007
TETON, STAR & SWAN VALLEYS	16	78/698,685	23-Aug-05	Abandoned May 24, 2007
TETON, STAR & SWAN VALLEYS	35	78/698,718	23-Aug-05	Abandoned May 24, 2007
THE PLACE TO GO FOR YOUR BUSINESS TO GROW	35	78/758,568 3,246,446	21-Nov-05 May 29, 2007	Registered Principal Register Declaration May 29, 2013 Renewal May 29, 2017
TOOELE & GRANTSVILLE	16	76/626,011 3,081,375	27-Dec-04 18-April-06	Registered Principal Register Declaration April 18, 2012 Renewal April 18, 2016
TOOELE & GRANTSVILLE	35	76/626,013 3,099,783	27-Dec-04 06-June-06	Registered Principal Register Declaration June 6, 2012 Renewal June 6, 2016
UTAH SKI	16	78/683,009 3,214,889	01-Aug-05 06-Mar-07	Registered Principal Register Declaration March 6, 2013 Renewal March 6, 2017
UTAH SKI	35	78/682,963	01-Aug-05	Approved for Publication May 22, 2007, will publish due course
WE TALK BACK	16	78/927,492	12-July-06	Statement of Use due November 8, 2007
WE TALK BACK	35	78/927,536	12-July-06	Response mailed May 18, 2007
WYOMINGS BIGHORN BASIN	16	78/729,549	09-Oct-05	Deadline Final Refusal July 3, 2007 - Specimen
WYOMINGS BIGHORN BASIN	35	78/729,541	09-Oct-05	Response to Office Action due July 3, 2007
WYOMINGS BRIDGERLAND & THE HIGH PLAINS COUNTRY	16	78/730,058 3,250,683	10-Oct-05 June 12, 2007	Registered Principal Register Declaration June 12, 2013 Renewal June 12, 2017

WYOMINGS BRIDGERLAND & THE HIGH PLAINS COUNTRY	35	78/729,539	9-Oct-05	Response to Office Action due July 3, 2007
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LEGEND

Class 16: Printed materials / Telephone Directories
Class 35: Advertising in and for Telephone Directories

- APP = Trademark Application
- TM = Trademark (until it registers it is called a mark, thereafter it is called a trademark)
- ITU = Trademark Application filed with Intent to Use some time in the future
- USE = Trademark Application filed showing proof of actual prior use
- OA = Office Action - Query from Patent and Trademark Office requiring information / changes / response
- PTO = US Patent & Trademark Office
- NOP = Notice of Publication, mark will be published
- PUB = Mark has been published, for any possible opposition, in the US Federal Trademark Gazette
- NOA = Notice of Allowance, no further objections, application will proceed
- SOU = Statement of Use -- declaration that applicant is now using the trademark after originally filing an intent to use application
- DOU = Declaration of Use -- due 5-6 years after registration, declaring that mark is still in active use
- REG = Registration of a trademark for a period of ten years from the date of allowance

US STATE TRADEMARK STATUS REPORT
Phone Directories Company, LP
 Hill, Johnson & Schmutz

June 26, 2007

TRADEMARK NAME	State	Class	Registration No.	Registration Date	STATUS as of June 25, 2007
BASIN	Utah	*16, 35	5,863,498-0190	March 14, 2005	Registered. Renewal by March 14, 2010
BEAR RIVER VALLEY	Idaho	35	18,486	Sept. 9, 2005	Registered. Renewal by Sept. 9, 2015
	Idaho	16	18,487	Sept. 9, 2005	Registered. Renewal by Sept. 9, 2015
BOX ELDER PHONE DIRECTORY	Utah	*16, 35	5,863,760-0190	Aug. 5, 2005	Registered. Renewal by Aug. 5, 2010
BRAINERD LAKES	Minnesota	16	1424702-4	July 8, 2005	Registered. Renewal by July 8, 2015

BURLEY-RUPERT-MAGIC VALLEY	Idaho	35	18,485	Sept. 9, 2005	Registered. Renewal by Sept. 9, 2015
	Idaho	16	18,484	Sept. 9, 2005	Registered. Renewal by Sept. 9, 2015
CACHE DIRECTORY	Utah	*16, 35	5,988,268-0190	Aug. 12, 2005	Registered. Renewal by Aug. 12, 2010
CASTLE COUNTRY CANYONLANDS	Utah	*16, 35	5,863,535-0190	March 14, 2005	Registered. Renewal by March 14, 2010
THE DIXIE BOOK	Utah	*16, 35	5,863,478-0190	March 14, 2005	Registered. Renewal by March 14, 2010
FINALLY YOU CAN JUDGE A BOOK BY ITS COVER!	Utah	*16, 35	5,815,761-0190	January 18, 2005	Registered. Renewal by January 18, 2010
THE GOOD BOOK	Utah	*16, 35	5,863,728-0190	March 14, 2005	Registered. Renewal by March 14, 2010
IRON COUNTY PHONE DIRECTORY	Utah	*16, 35	5,864,927-0190	August 5, 2005	Registered. Renewal by Aug. 5, 2010

LAKEVIEW	Utah	*16, 35	5,979,027-0190	August 11, 2005	Registered. Renewal by Aug. 11, 2010
MT OGDEN	Utah	*16, 35	5,979,034-0190	August 11, 2005	Registered. Renewal by Aug. 11, 2010
MT. NEBO	Utah	*16, 35	5,988,239-0190	August 12, 2005	Registered. Renewal by Aug. 12, 2010
MYPHONEDIRECTORY.COM	Utah	*16, 35	6,417,211-0190	Dec. 11, 2006	Registered. Renewal by Dec. 11, 2011
PAGE LAKE POWELL	Utah	*16, 35	5,988,227-0190	August 12, 2005	Registered. Renewal by Aug. 12, 2010
PHONE DIRECTORIES COMPANY	Utah	*16, 35	5,863,523-0190	March 14, 2005	Registered. Renewal by March 14, 2010
PHONE DIRECTORIES COMPANY FOUNDED 1971 (design)	Utah	*16, 35	5,857,348-0190	August 5, 2005	Registered. Renewal by Aug. 5, 2010

PRIDE OF THE FLINT HILLS	Kansas	35	17,375	Nov. 29, 2006	Registered. Renewal by Nov. 29, 2011
PROVO-OREM	Utah	*16, 35	5,981,967-0190	August 5, 2005	Registered. Renewal by Aug. 5, 2010
QUITE SIMPLY...A BETTER PHONE BOOK	Utah	*16, 35	5,863,433-0190	March 14, 2005	Registered. Renewal by March 14, 2010
RANGE AREA	Minnesota	16	1424702-3	July 8, 2005	Registered. Renewal by July 8, 2015
SALMON RIVER	Idaho	35	18,482	Sept. 9, 2005	Registered. Renewal by Sept. 9, 2015
	Idaho	16	18,483	Sept. 9, 2005	Registered. Renewal by Sept. 9, 2015
SALT LAKE VALLEY	Utah	*16, 35	5,979,001-0190	August 11, 2005	Registered. Renewal by Aug. 11, 2010
SERVING YOUR COMMUNITY SEASON AFTER SEASON!	Utah	*16, 35	5,957,989-0190	July 1, 2005	Registered. Renewal by July 1, 2010

*3. SEVIER COUNTY PHONE DIRECTORY	Utah	*16, 35	5,863,740-0190	March 14, 2005	Registered. Renewal by March 14, 2010
TETON, STAR & SWAN VALLEYS	Idaho	35	18,489	Sept. 9, 2005	Registered. Renewal by Sept. 9, 2015
	Idaho	16	18,488	Sept. 9, 2005	Registered. Renewal by Sept. 9, 2015
THE DIFFERENCE	Utah	*16, 35	6,417,231-0190	Dec. 11, 2006	Registered. Renewal by Dec. 11, 2011
THE PLACE TO GO FOR YOUR BUSINESS TO GROW	Utah	*16, 35	6,417,258-0190	Dec. 11, 2006	Registered. Renewal by Dec. 11, 2011
UTAH SKI	Utah	*16, 35	5,979,017-0190	August 11, 2005	Registered. Renewal by Aug. 11, 2010
WE HAVE ALASKA COVERED	Alaska	35	3874	March 29, 2005	Registered. Renewal by March 29, 2010
WE HAVE UTAH COVERED	Utah	*16, 35	5,863,503-0190	March 14, 2005	Registered. Renewal by March 14, 2010

WE HAVE WYOMING COVERED	Wyoming	42	00,489,960	March 24, 2005	Registered. Renewal by March 24, 2010
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Notes:

1. * Utah State does not register trademarks in classes, the above referenced Utah class numbers designate the equivalent federal TM classes
2. "FAHRUMP BASE VALLEY PHONE DIRECTORY Nevada, 0613, Class 16, Registered June 13, 1996" does not show up in any of our data bases, hard files or electronic files. HJ&S did not file this trademark, has no docketing information, and has therefore not included it in this list. It may be owned by and/or registered to PDC, however this is a list of the State Trademarks in our system, and as such would not include marks filed and maintained by other firms.
3. "SEVIER COUNTY PHONE DIRECTORY" Utah, 5,863,740, is the name recorded on the registration certificate. A search of the most current Utah State database shows that there is no "SEVIER COUNTY" mark registered to PDC. We have added the suffix -0190 to the registration number, to conform with the State database numbering system. There is only one mark by this name and it is as listed in the report above.

Alaska Dept. of Commerce
Division of Corporations
PO Box 110808
Juneau, AK 99811-0808

Idaho Secretary of State
PO Box 83720
Boise, ID 83720-0080
(203) 332-2810

Kansas Secretary of State
120 S. 10th Ave.
Topeka, KS 66612-1594
(785) 296-4564

Minnesota Secretary of State
Business Services Division
180 State Office Bldg.
St. Paul, MN 5155-1299
(651) 296-2803

Utah Division of Corporations - Trademark Division
PO Box 146705
Salt Lake City, UT 84114-6705
(801) 530-4849

Wyoming Secretary of State
The Capitol Bldg., Room 110
200 W. 24th Street
Cheyenne, WY 82002-0020
(307) 777-7311

1/9/137 (Item 40 from file: 246) Links
 Trademarkscan(R)-U.S. State
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 01212461

PAHRUMP VALLEY PHONE DIRECTORY

T&T Int'l Class: 16 (Paper Goods & Printed Matter)
T&T U.S. Class: 5 (Adhesives)
 37 (Paper & Stationery)
 38 (Prints & Publications)
State: Nevada
Status: Renewed
Goods/Services: TELEPHONE DIRECTORIES
Registered: June 13, 1996 (19960613)
First Use in State: March 1996 (19960300)
First Use Anywhere: March 1996 (19960300)
Filing Book: 29 page 64 (2964)
Renewed: May 14, 2001 (20010514^April 5, 2006 (20060405)
 LAST REPORTED OWNER(S): PHONE DIRECTORIES CO.
 INC.
 135 SOUTH MOUNTAIN WAY DR.
 OREM
 UT (Utah)
 84058
 RENEWAL OWNER(S): PHONE DIRECTORIES CO. INC.
 135 SOUTH MOUNTAIN WAY DR.
 OREM
 UT (Utah)
 84058 RENEWAL OWNER(S): PHONE DIRECTORIES CO INC
 135 SOUTH MOUNTAIN WAY DR
 OREM
 NV (Nevada)
 84058
 REGISTRANT(S): PHONE DIRECTORIES CO. INC.
 (A Utah Corporation)
 135 SOUTH MOUNTAIN WAY DRIVE
 OREM
 UT (Utah)
 84058
Manner of Display: USED DIRECTLY ON THE GOODS

SCHEDULE D

DOMAIN NAMES

Domain Name

Record Owner

www.phonedir.com

Phone Directories Company, LP

www.myphonedirectory.com

www.phonebooksonline.com

www.pdcbooks.com

www.pdcphonebooks.com

www.pdtheparrot.com

www.pdcphonedir.com

www.pdcphonedirectoriesco.com

www.pdcphonedirectoriescompany.com

www.thelocalbookonline.com

www.thelocalpagesonline.com

www.thephonebookonline.com

www.pdcsearch.com

www.wetalkback.com

www.pdcyellowpages.com

www.yellowpagespdc.com

www.monsteryellow.com

www.pdcpages.com

www.pdpages.com

www.pdcyp.com

www.yellowmojo.com

www.yellowfusion.com

www.yellowpassport.com